

# EXHIBIT 4

## Declaration under section 12 of the Wheat Marketing Amendment Act 1997

The Australian Wheat Board ("Board") makes the following declaration:

1. The employees listed in Schedule 1:
  - (i) cease to be employed by the Board as at the transfer time listed in the Schedule for each employee; and
  - (ii) are taken to have been engaged by AWB Limited (ACN 081 890 459) (being nominated company A) as an employee of AWB Limited as at that transfer time;
2. The employees listed in Schedule 2:
  - (i) cease to be employed by the Board immediately before 1 July 1999, being the transfer time; and
  - (ii) are taken to have been engaged by AWB Limited (ACN 081 890 459) (being nominated company A) as an employee of AWB Limited as at that transfer time on the same terms and conditions under which they were employed by the Board until such terms and conditions are revoked or replaced by agreement between AWB Limited and the employee.

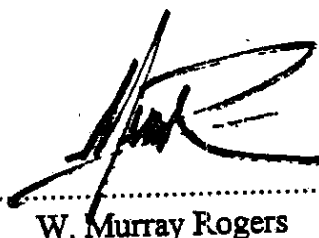
In the above declarations the term "transfer time" has the same meaning as in section 12 of the Wheat Marketing Amendment Act 1997.

This declaration is made the 30th day of June 1999.

SIGNED by the Managing Director of the )  
AUSTRALIAN WHEAT BOARD )  
under a delegation from the Board )  
in the presence of: )



Witness

  
W. Murray Rogers

## Schedule 1

Pursuant to the first declaration the following employees were transferred at the transfer time listed below for each employee:

Employee	Transfer Time	Employee	Transfer Time
Acone, Lui	31.05.99	Fitzpatrick, Sandra	23.12.98
Allen, Coral	17.05.99	Floudiotis, Spiros	01.12.98
Allen, Robert	01.10.98	Foran, Matthew	01.10.98
Andriopoulos, Tony	05.05.99	Fulwood, David	01.10.98
Arnott, Natalie	12.05.99	Gajic, Petar	01.01.99
Arrigo, John	01.04.99	Gallagher, Adrian	21.05.99
Ayegun, Femmy	01.05.99	Geary, Peter	01.10.98
Ayers, Christopher	16.06.99	Gibbons, Glenn	01.10.98
Barrett, Andrew	15.02.99	Glasson, Richard	12.04.99
Bartolome, Michelle	27.05.99	Glenny, Katrina	01.10.98
Bell, Jason	01.04.99	Goh, Serena	18.05.99
Bicknell, Kelvin	01.10.98	Greer, Michael	01.10.98
Blomquist, Karin	01.03.99	Grogan, Craig	01.10.98
Branch, Leslie	01.10.98	Haebich, Helen	01.10.98
Brew, Madeleine	01.10.98	Hale, Catherine	01.10.98
Brooks, Jason	01.05.99	Hardiman, Kate	18.02.99
Bury, Annette	01.02.99	Hawkins, Kerry	01.05.99
Campelj, Kathleen	15.02.99	Heath, Dougal	01.10.98
Capozza, Melina	29.01.99	Hill, John	01.10.98
Capuccio, Lucette	25.02.99	Hogan, Dominic	01.10.98
Cass, John	01.10.98	Holgate, Matthew	01.10.98
Cauberg, Joe	12.05.99	Holland, James	07.02.99
Cavanagh, Gavin	01.10.98	Hommonay, Kati	16.12.98
Charos, George	27.05.99	Hore, Anthony	01.10.98
Clarke, Matthew	01.10.98	Houston, Tracy	01.10.98
Cracknell, Robert	01.10.98	Hoyle, Sue	04.01.99
Cutrona Janine	27.05.99	Humphrey, Carol	01.01.99
Daidone, Phillip	28.05.99	Hunter, Ian	01.10.98
Dart, Jeff	09.02.99	Hutchison, Timothy	01.10.98
Devers, Andrea	28.05.99	Iyer, Lakshmi	01.10.98
Di Petta, Fiona	28.05.99	Janse, Robin	28.05.99
Duthie, Katrina	01.10.98	Jarvis, Candida	31.05.99
Edwards, Anthea	26.05.99	Jones, Terry-Anne	12.02.99
Egerton - Warbuton, Trevor	07.06.99	Junkeer, Hilerine	25.11.98
Emons, Mark	01.10.98	Kelly, Leanne	13.05.99
Fehlberg, Ray	01.10.98	Kennedy, Cheryl	23.12.98
		Kent, Anthony	01.10.98

Employee	Transfer Time	Employee	Transfer Time
Kolaric, Sandra	01.05.99	Sarkadi, Gusztav	01.12.98
Laidlaw, Steven	01.10.98	Scales, Sarah	01.10.98
Lamothe, Guylene	01.02.99	Schaffer, Joy	31.05.99
Laursen, Eigil	01.04.99	Sette, Pino	01.01.99
Lee, Bernadette	28.05.99	Sheridan, Stephen	01.10.98
Lightfoot, Rebecca	26.01.99	Sinni, Josephine	31.05.99
Lim, Christina	08.02.99	Sloss, Steven	01.10.98
Lister, Rex	01.10.98	Snowball, Timothy	01.10.98
Mah, Ling	01.04.99	Spencer, Katrina	01.10.98
Major, Steven	12.04.99	Stiegler, Claudia	02.01.99
Markin, Julia	01.10.98	Storey, Ronald	01.10.98
Marshall, Claire	28.05.99	Taylor, Chris	01.10.98
Martin, Leigh	01.10.98	Taylor, Peter	01.10.98
McDougall, Grant	01.10.98	Thomas, Carmel	15.02.99
McEvoy, Phillip	01.10.98	Thomas, Michael	01.10.98
McKendry, David	01.04.99	Thompson, William	01.10.98
McMullen, Gerard	01.10.98	Tsen, Thau Mee	01.04.99
Meek, Jason	01.02.99	Tyas, Andrew	01.10.98
Miller, Glenn	12.04.99	Van Der Meer,	07.06.99
Moore, Gaye	05.02.99	Nicholas	
Morison, Mitchell	08.02.99	Vanbeselaere, Shawn	01.10.98
Mula, Carmel	01.04.99	Viterbo, Dominic	01.04.99
Murley, Graeme	10.05.99	Vrankovich, Marija	07.06.99
Nichols, David	01.12.98	Walsh, Michael	01.10.98
O'Shannassy, Patrick	01.10.98	Watson, Michael	01.10.98
Openshaw, Samantha	23.12.98	White, Joanne	13.04.99
Owen, Stephen	01.10.98	Williams, Richard	01.10.98
Pavlidis, Elizabeth	05.11.98	Woolfe, John	01.10.98
Pollard, Gary	04.01.99	Wright, Darren	21.01.99
Povey, Lisa	26.04.99	Xiao, Tom	01.03.99
Raffaele, Mary	01.10.98	Yeo, Liu-Hui	01.12.98
Richardson, Stuart	01.10.98	Zerbst, Jolanda	01.10.98
Robertson, Thomas	01.10.98		
Robinson, Darren	10.05.99		
Robinson, Margaret	01.10.98		
Rogers - Davidson,	14.01.99		
Anne			
Rose, Ian	04.02.99		
Rosker, Max	19.05.99		
Ross, Dora	01.12.98		
Ross, Timothy	01.10.98		
Roussis, Margot	01.10.98		
Russell, Anthony	01.04.99		

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## **Schedule 2**

Pursuant to the second declaration, the following employees were transferred;

Balacco, Sergio  
Balshaw, Scott  
Cations, Leesa  
Cutajar, Dorothy  
Collins, Byron  
Cummings, Nicholas  
Dunne, Susan  
Gibson, Denis  
Grech, Gregory  
Hadge, Helen  
Heywood, Colin  
Hogan, Anisa  
Holgate, Natalie  
Hollis, Steve  
Jackson, Karen  
Jegasothy, Hema  
Jones, Lawrence  
Kariofillis, Elizabeth  
Liston, Katrina  
Maughan, Lucas  
Metcalf, Nathan  
Sharma, Chetna  
Shaw, Tracy  
Vidovic, Mila  
Wall, Peter  
Weller, Claire  
Weston, Peter  
Williams, James  
Wilson, Marise  
Wolczko, Clare

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**DECLARATIONS UNDER SECTIONS 9, 10, 11 AND 12 OF THE WHEAT  
MARKETING AMENDMENT ACT 1997**

1 The Australian Wheat Board ("**Board**") makes the following declarations:

1.1 **Section 9**

- (a) Each of the assets of the Board specified in Column 1 of Schedule 1 vests in the designated company specified in Column 3 of Schedule 1 immediately prior to 1 July 1999 without any conveyance, transfer or assignment so that immediately prior to 1 July 1999 the Board no longer has any assets except for the amount of money equal to the amount determined by the Minister under Section 18A(3) of the Wheat Marketing Amendment Act 1997.
- (b) Each of the instruments specified in Column 2 of Schedule 1 relating to an asset specified in Column 1 of Schedule 1 continues to have effect after the asset vests in the designated company specified in Column 3 of Schedule 1 set out opposite that instrument as if a reference in the instrument to the Board were a reference to that company.
- (c) The designated company specified in Column 3 of Schedule 1 becomes the Board's successor in law in relation to each asset specified in Column 1 of Schedule 1 set out opposite its name immediately after the asset vests in that company.

1.2 **Section 11**

- (a) Each of the liabilities specified in Column 1 of Schedule 2 ceases to be a liability of the Board and becomes immediately prior to 1 July 1999 a liability of the designated company specified in Column 3 of Schedule 2 set out opposite that liability so that immediately prior to 1 July 1999 the Board has no liabilities.
- (b) Each of the instruments specified in Column 2 of Schedule 2 relating to a liability specified in Column 1 of Schedule 2 continues to have effect after the liability becomes a liability of the designated company specified in Column 3 of Schedule 2 set out opposite that instrument as if a reference in the instrument to the Board were a reference to that company.
- (c) The designated company specified in Column 3 of Schedule 2 becomes the successor in law in relation to each liability specified in Column 1 of Schedule 2 set out opposite its name immediately after the liability vests in that company.

1.3 **Section 10**

- (a) The Board's rights and obligations under each contract specified in Column 1 of , Schedule 3:
  - (i) cease to be rights and obligations of the Board immediately prior to 1 July 1999; and

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- (ii) become immediately prior to 1 July 1999 rights and obligations of the designated company specified in Column 3 of Schedule 3 set out opposite that contract;

so that immediately prior to 1 July 1999 the Board has no rights or obligations under any contract except for any contract comprising any part of the money amount referred to in paragraph 1.1 above.

- (b) Each of the contracts specified in Column 1 of Schedule 3 continues to have effect after the time the rights and obligations under it become rights and obligations of a designated company specified in Column 3 of Schedule 3 set out opposite that contract as if a reference in the contract to the Board were a reference to the designated company.
- (c) Each of the instruments specified in Column 2 of Schedule 3 relating to a contract specified in Column 1 of Schedule 3 set out opposite that instrument continues to have effect, after the Board's rights and obligations under the contract become rights and obligations of the designated company specified in Column 3 of Schedule 3 set out opposite that instrument as if a reference in the instrument to the Board were a reference to that company.
- (d) The designated company specified in Column 3 of Schedule 3 becomes the Board's successor in law in relation to the Board's rights and obligations under each contract specified in Column 1 of Schedule 3 set out opposite its name immediately after the Board's rights and obligations under the contract become rights and obligations of that company.

#### 1.4 Section 12

- (a) Each employee of the Board as at 30 June 1999 ceases to be employed by the Board immediately before 1 July 1999; and
- (b) is taken to have been engaged by AWB Limited as an employee of AWB Limited immediately before 1 July 1999.

2 Nothing in these declarations transfer or otherwise affect any asset or liability or any rights or obligations under any contract or instrument relating to a contract which is an asset of the Board being:

- (i) money in the Wheat Industry Fund;
- (ii) an investment of the Wheat Industry Fund; or
- (iii) any other asset that was acquired using money in the Wheat Industry Fund.

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- (a) In these declarations (including the Schedules to this declaration) unless otherwise defined or the context otherwise requires:

terms defined in the Wheat Marketing Amendment Act 1997 have the same meanings when used in this declaration;

**documents of title** includes an instrument or contract which creates or evidences a right or other asset;

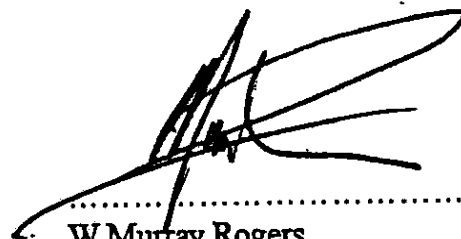
a reference to a schedule is a reference to a Schedule to the declarations;

a reference to "pool return wheat" includes a reference to wheat other than pool return wheat included in a pool established under Division 2 or 3 of Part 4 of the Wheat Marketing Act 1989 and includes grain other than wheat sold or disposed of in association with wheat in a pool established under Division 2 or 3 of Part 4 of the Wheat Marketing Act 1989 but does not include transferred pool return wheat within the meaning of section 63 of the Wheat Marketing Act 1989.

- (b) Where the rights and obligations under a contract or an instrument relating to a contract would, but for this provision, become rights and obligations of more than one designated company, these declarations shall be taken to have effect as if a reference in these declarations to those rights and obligations under that contract which become rights and obligations of each of those designated companies were a reference to those rights and liabilities determined by the auditor of AWB Limited to be fairly attributable to the business and activities or proposed business and activities of that designated company as at the transfer time.

**SIGNED** by the Managing Director of the  
**AUSTRALIAN WHEAT BOARD**  
under a delegation from the Board in the  
presence of:

.....  
Witness

.....  


W Murray Rogers  
Managing Director



## SCHEDULE 1

Column 1	Column 2	Column 3
<p><b>Part A</b></p> <p>All assets of the Board, which are not described in Part B in this Schedule 1, including:</p> <ul style="list-style-type: none"> <li>• real property, fixed assets (including for the avoidance of doubt any capitalised software development costs), a lease of land or of plant and equipment;</li> <li>• licences or other rights to use intellectual property;</li> <li>• statutory books, registers, records or common seal relating to the assets, operations or affairs of the Board;</li> <li>• memberships in any association or industry body.</li> </ul>	<p>Each document of title to an asset included in Column 1 of Part A of this Schedule</p>	<p>AWB Limited</p>
<p><b>Part B</b></p> <p>Assets of the Board which are:</p> <ul style="list-style-type: none"> <li>• assets which arise under or in relation to any borrowing transaction that relates to pool return wheat, being new seasons wheat or old seasons wheat; and</li> <li>• assets which arise under or in relation to a contract entered into under section 74 of the Wheat Marketing Act 1989 that relates to pool return wheat, being new seasons wheat or old seasons wheat,</li> </ul> <p>attributable to anything done by or in relation to the Board under Division 2 or 3 of Part 4 of the Wheat Marketing Act 1989 in connection with pool return wheat including any investment made by the Board before the transfer time using the proceeds of the sale or disposal of pool return wheat, or proceeds of any borrowing transaction that relates to pool return wheat including in particular the assets which are and form part of the early final payment reserve.</p>	<p>Documents of title to an asset included in Column 1 of Part B of this Schedule</p>	<p>AWB (International) Limited</p>

**SCHEDULE 2**

Column 1	Column 2	Column 3
<p><b>Part A</b></p> <p>All liabilities of the Board, which are not described in Part B, including:</p> <ul style="list-style-type: none"><li>liabilities arising from the employment of each employee of the Board;</li><li>liabilities which arise under or in relation to any borrowing transaction that relates to pool return wheat, being old seasons wheat; and</li><li>liabilities which arise under or in relation to a contract entered into under section 74 of the Wheat Marketing Act 1989 that relates to pool return wheat, being old seasons wheat.</li><li>contingent liabilities which arise under any proceedings in which the Board is a party.</li><li>Liabilities relating to the Wheat Industry Fund.</li></ul>	<p>Each instrument creating or evidencing a liability specified in Column 1 of Part A of this Schedule</p>	<p>AWB Limited</p>
<p><b>Part B</b></p> <p>Liabilities of the Board under or in connection with anything done by or in relation to the Board under Division 2 or 3 of Part 4 of the Wheat Marketing Act 1989 in connection with pool return wheat including any investment made by the Board before the transfer time using the proceeds of the sale or disposal of pool return wheat or proceeds of any borrowing transaction that relates to pool return wheat.</p>	<p>Each instrument creating or evidencing a liability specified in Column 1 of Part B of this Schedule</p>	<p>AWB (International) Limited</p>

**SCHEDULE 3**

Column 1	Column 2	Column 3
<p><b>Part A</b></p> <p>Each contract entered into or dealt with by the Board in relation to an employee of the Board including contracts of employment and contracts dealing with terms and conditions of employment (within the meaning of section 13 of the Wheat Marketing Amendment Act 1997), accrued employment benefits or mobility rights of each employee of the Board.</p> <p>Each contract creating rights or obligations all of which have been transferred to AWB Limited by these declarations.</p>	<p>Each instrument entered into under or for the purposes of a contract specified in Column 1 of Part A of this Schedule including confirmations.</p>	<p>AWB Limited</p>
<p><b>Part B</b></p> <p>Each contract creating rights or obligations all of which have been transferred to AWB (International) Limited by these declarations.</p>	<p>Each instrument entered into, under or for the purpose of a contract specified in Column 1 of Part B of this Schedule including confirmations.</p>	<p>AWB (International) Limited</p>
<p><b>Part C</b></p> <p>Each contract creating assets or liabilities all of which have been transferred to AWB (Australia) Limited by these declarations.</p>	<p>Each instrument entered into, under or for the purpose of a contract specified in Column 1 of Part C of this Schedule including confirmations.</p>	<p>AWB (Australia) Limited</p>

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